LAW OFFICES

Ross & Hardies

A PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS

150 NORTH MICHIGAN AVENUE CHICAGO, ILLINOIS 60601-7567

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575 FIFTH AVENUE NEW YORK, NEW YORK 10017-2470 212-949-7075

1090 VERMONT AVENUE, N.W. WASHINGTON, D.C. 20005-4905 202-371-2200

August 18, 1988

SUSAN G. LICHTENFELD

TWX NUMBER

910-221-1154

TELECOPIER 312-750-8600

HESOMONTSON MONAGEMENT THE SEC.

8-232A031

AUG 1 9 1988

VIA FEDERAL EXPRESS AUG 1 9 1988 - 11 20 AM Date

Ms. Noreta R. McGenterstate COMMERCE COMMISSION ** \$1300 | Secretary | Interstate Commerce Commission | ICC Weshington, D. C. 12th Street & Constitution Avenue, N.W. Washington, D.C. 20423

Dear Ms. McGee:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are one original executed copy and three photostatic copies of a Partial Release of Railcar Lien dated May 11, 1988, relating to a Railcar Security Agreement, dated as of May 1, 1985, between The Pittsburgh and Lake Erie Railroad Company and The Connecticut National Bank, as security trustee (the "Railcar Security Agreement"), duly recorded and filed with the Interstate Commerce Commission pursuant to 49 U.S.C. §11303 on June 6, 1985, under Recordation Number 14696, which Railcar Security Agreement is a primary document as defined in the Commission's Rules for the Recordation of Documents.

The name and address of the party to the enclosed document is:

The Connecticut National Bank, as security trustee 777 Main Street Hartford, Connecticut 06115

A description of the railroad equipment covered by the enclosed document is set forth in Appendix A hereto.

Also enclosed is a check in the amount of \$13.00 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return the stamped original executed copy and two stamped photostatic copies of the enclosed document and the stamped photostatic copy of this letter to Susan G. Lichtenfeld,

LAW OF PICES

ROSS & HARDIUS

A PARTMERSHIP INCLUDING PROFESSIONAL COUPORATIONS

150 Nown, Michigan Avuren

CHICAGO, LULI VOI VI COBOT 7567

312-555-1000

TWX NUMBER 910-22-113-0 TELECOPTER 312-750-8600

CLIAMACO CILITANE EL CONTRELLO

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Ms. Noreta R. McGee Page 2

Esq., Ross & Hardies, 150 N. Michigan Avenue, Chicago, Illinois 60601.

Following is a short summary of the enclosed document and primary document to which it relates:

Document to be Recorded

Partial Release of Railcar Lien from The Connecticut National Bank, as security trustee, dated May 11, 1988, releasing lien on the railcars described on Appendix A thereto.

Primary Document to Which it Relates

Railcar Security Agreement, dated as of May 1, 1985, between The Pittsburgh and Lake Erie Railroad Company and The Connecticut National Bank, as security trustee, recorded and filed with the Interstate Commerce Commission pursuant to 49 U.S.C. §11303 on June 6, 1985 under Recordation Number 14696.

Very truly yours,

Swan C. Lichtenfeld

SGL:tk Enclosure

cc: Gordon E. Neuenschwander
G. Edward Yurcon
C.R. Holley
Robert W. Kleinman
Michael M. Hopkins
Tom Newton

Interstate Commerce Commission Washington, D.C. 20423

8/19/88

Susan G. Lichtenfeld Ross & Hardies 150 North Michigan Ave. Chicago, IL 60601

Dear

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C.

11303, on at , and assigned re8/19/88 11:20AM

cordation number(s).

Sincerely yours,

Vereta R. M. Ge

Secretary

Enclosure(s)

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PARTIAL RELEASE OF RAILCAR LIEN

, INTERSTATE COMMERCE COMMISSION

KNOW ALL MEN BY THESE PRESENTS THAT:

WHEREAS, THE PITTSBURGH AND LAKE ERIE RAILROAD COMPANY, a Delaware corporation (the "Railroad"), has heretofore executed and delivered its Railcar Security Agreement dated as of May 1, 1985 (the "Railcar Security Agreement") to THE CONNECTICUT NATIONAL BANK, a national banking association, as security trustee (the "Security Trustee") under the Master Agreement Regarding the Restructuring of Obligations of The Pittsburgh and Lake Erie Railroad Company dated as of May 1, 1985, as amended and supplemented (the "Master Agreement"); and

WHEREAS, the Railcar Security Agreement was duly recorded and filed with the Interstate Commerce Commission pursuant to 49 U.S.C. § 11303 on June 6, 1985, under Recordation Number 14696; and

WHEREAS, the Railroad has requested the Security Trustee to release from the lien of the Railcar Security Agreement certain property hereinafter particularly described and has complied with all conditions of the Railcar Security Agreement and the Master Agreement precedent to such release.

NOW, THEREFORE, the Security Trustee, for and in consideration of Ten Dollars (\$10.00) and other good and valuable consideration, receipt whereof is hereby acknowledged, and pursuant to the authority vested by the Master Agreement and the Railcar Security Agreement in the Security Trustee, does hereby RELEASE, REMISE, CONVEY AND QUIT CLAIM unto the Railroad, its successors and assigns, all of the right, title, lien, interest, claim or demand whatsoever which the Security Trustee has or may have acquired under, through or by virtue of the Railcar Security Agreement in and to the property described in Appendix A hereto.

THIS INSTRUMENT is executed upon the express condition that nothing herein contained shall be construed to release from the lien of the Railcar Security Agreement, or to impair said lien upon any property subject thereto, except the property hereinabove specifically described.

IN WITNESS WHEREOF, the Security Trustee has caused this instrument to be duly executed and delivered by its duly authorized officers as of this $m^{(2)}$ day of May, 1988.

THE CONNECTICUT NATIONAL BANK, as Security Trustee

Bv:

Title:

STATE OF CONNECTICUT) SS COUNTY OF HARTFORD

On this May of May, 1988, before me, the subscriber, Sunt. Chalpun, a Notary Public, duly commissioned, qualified and acting, within and for said County and State, appeared in person the within named hateliam, brakes to me personally known, who stated and acknowledged that he is a method of The Connecticut National Bank, a national banking association, and duly authorized by authority of the board of directors or the by-laws of said association in his capacity as such officer to execute and acknowledge the foregoing instrument for and in the name and on behalf of said association and further stated and acknowledged that he has so signed, executed and delivered the foregoing instrument as the free and voluntary act and deed of said association, for the consideration, uses and purposes therein mentioned and set forth and desired that the same might be recorded as such.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this it day of May, 1988.

<u>Awan Chadbourne</u>
My commission expires: <u>Manch 31/199</u>0

APPENDIX A

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PLE	15000	PLE	15074
PLE	15018	PLE	15076
PLE	15035	PLE	15109
PLE	15037	PLE	15125
PLE	15039	PLE	15131
PLE	15043	PLE	15165
PLE	15049	PLE	15174
PLE	15059	PLE	15176
PLE	15062	PLE	15200
PLE	15067	PLE	15201
	15071	PLE	15249
PLE	15072		